

BEFORE
THE PUBLIC SERVICE COMMISSION OF
SOUTH CAROLINA

DOCKET NO. 2019- ~~318~~ ^{-§}

IN RE: Joint Application for Approval of
the Sale of Assets and Transfer of Facilities,
Territory and Certificate of Public
Convenience and Necessity from T.J.
Barnwell Utility, Inc. to South Carolina
Water Utilities, Inc.

**MOTION FOR CONFIDENTIAL
TREATMENT**

Applicants, South Carolina Water Utilities, Inc. (“SCWU”) and T.J. Barnwell Utility, Inc. (“T.J. Barnwell”) by counsel, and pursuant to S.C. Code Ann. § 39-8-10, *et seq.*, and S.C. Code Ann. Regs. 103-804(S)(2), hereby file this Motion for Confidential Treatment (“Motion”) in the above-captioned proceeding. By this Motion, Applicants request confidential treatment by the South Carolina Public Service Commission (“Commission”) of certain commercially-sensitive financial information filed under seal in support of its Joint Application for Approval of the Sale of Assets and Transfer of Facilities, Territory, and Certificate of Public Convenience and Necessity from T.J. Barnwell Utility, Inc. to SCWU. Because this Motion is an inseparable part of the Application, it is being filed concurrently therewith.

In support of its Motion, Applicants respectfully submit:

1. The legal name, address, and telephone of the Applicants are:

South Carolina Water Utilities, Inc.
31 Sora Rail Road
Kiawah Island, SC 29455
843-768-0641

T.J. Barnwell Utility, Inc.
Post Office Box 1028
Beaufort, SC 29901-1028

2. All correspondence, notices, inquiries, and other communications regarding this Motion should be addressed to:

Charles L.A. Terreni
Terreni Law Firm, LLC
1508 Lady Street
Columbia, South Carolina 29201
charles.terreni@terrenilaw.com

I. Description of Confidential Information

The Asset Purchase Agreement attached as Exhibit C contains highly confidential information, specifically *the purchase price and terms of payment*, the public disclosure of which would result in direct, immediate and substantial harm to SCWU's competitive position in South Carolina and in other states where SCWU or its parent company are currently doing business.

II. Grounds for Claim of Confidentiality

Disclosure of the purchase agreement would jeopardize SCWU's relationship with its investors and harm Applicant's ability to compete in the provision of utility services in South Carolina. Neither SCWU, nor its parent, is a public corporation and their financial and business information is uniquely sensitive. T.J. Barwell is a closely held corporation that desires to keep its financial information out of the public realm.

Applicants take considerable efforts to maintain the secrecy of the information of this nature. Financial information of this type is not publicly disseminated, and Applicants each take reasonable steps to guard this information internally as well. Its disclosure is limited to Applicants' senior officers, Applicant's counsel, and employees of the company who are directly involved with Applicant's financial operations. Furthermore, when required to submit financial information to public authorities, all such information is clearly stamped "Confidential" and is accompanied by

formal requests to maintain the confidentiality of the information and to withhold it from public disclosure.

Most important, Applicants have narrowly tailored their request for confidential treatment and have provided a minimally redacted agreement for public inspection with their application. Applicants have disclosed all terms of the transaction which could reasonably be expected to impact customer service. Conversely, the information Applicants want to keep confidential would have no impact on customer service.

III. Conclusion

The financial information included in support of the Application, for which confidential treatment is requested, is both proprietary and competitively sensitive. Applicants would suffer substantial direct harm if such information is made publicly available. The harm that would result from public disclosure of Applicant's financial information is real and not speculative. For the foregoing reasons, the financial information included in Exhibit C should be protected from public disclosure by the Commission.

WHEREFORE, Applicants respectfully request the redacted information contained in Exhibit C of Applicants Application for Approval of the Sale of Assets and Transfer of Facilities, Territory, and Certificate of Public Convenience and Necessity be ruled exempt from public disclosure and provided confidential treatment in accordance with S.C. Code Ann. § 39-8-10, *et seq.*

Respectfully submitted,

s/ Charles L.A. Terreni

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September 30, 2019
Columbia, South Carolina